

The firm advised JP Sofiexpress in M&A transaction

Category: Mergers and Acquisitions

written by Adrián Trejo Santiago | July 12, 2024

The firm advised the selling shareholders of JP Sofiexpress, a Mexican popular financial company (SOFIPO), on the sale of 100% of the shares of the company to DiDi Group. The transaction involved regulatory approval from the Mexican Securities and Banking Commission (Comisión Nacional Bancaria y de Valores) and the Federation to which the SOFIPO is affiliated. The sale will enable DiDi to continue its expansion into the provision of financial services in Mexico.

The firm advised Total Play

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Total Play Telecomunicaciones, S.A.P.I. de C.V. (“Total Play”), provider of triple play services in Mexico, successfully conducted an exchange offer in the international markets of its outstanding 7.500% Senior Notes due 2025 (the “Existing Notes”) for newly issued 10.500% Senior Secured Notes due 2028 (the “New Notes”) for an aggregate principal amount of USD\$305.5 million. This international exchange was made on a private placement basis in reliance of Rule 144A and Regulation S under the U.S. Securities Act of 1933.

The New Notes are secured and have a preferred and exclusive claim against Total Play’s Master Trust in connection with a designated portfolio of receivables originated by Total Play. The collateral for the New Notes consists of (i) a debt service reserve account in New York, and (ii) an Irrevocable Trust in Mexico entitled to receive cashflows related to the designated portfolio of receivables under Total Play’s Master Trust. The Bank of New York Mellon acted as indenture trustee and

collateral agent for the benefit of the noteholders of the New Notes.

This was Total Play's first exchange offer in the international markets.

The firm advised Murano

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The firm advised Murano Global Investments PLC ("Murano"), a London headquartered real estate company that owns, develops and invests in hotel, resort and commercial properties throughout Mexico on the closing of a business combination with HCM Acquisition Corp, a special purpose acquisition company (SPAC) listed in Nasdaq. As a result of the business combination, Murano will trade ordinary shares and warrants as of March 21, 2024 on the Nasdaq Capital Market under the ticker symbols "MRNO" and "MRNOW", accordingly.

As a public company, Murano will continue developing real estate iconic projects, expanding its relationship with global hospitality brands and identifying attractive investment opportunities.

This is the first ever De-SPAC transaction involving a Mexican hospitality company, and one of the very few transactions where Mexican companies access the United States public capital markets through this modality.

The firm advised Sequoia Capital

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The firm advised Sequoia Capital, a leader venture capital firm based in California

with more than 50 years of experience, that invests in multiple sectors including the financial sector, in securing the regulatory approval from the National Banking and Securities Commission and in the regulatory filing process thereof, to acquire shares in the capital stock of the asset manager Fintual Distribuidora, Sociedad Distribuidora Integral de Acciones de Fondos de Inversión.

Sequoia's equity acquisition in Fintual is one of the first investments made by Sequoia in Latin America.

The firm advised the hospital group Grupo Excel

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The firm advised the hospital group Grupo Excel in securing the authorization to incorporate and operate the insurance institution in Mexico which will provide accident and illness insurance in the medical expenses branch called Seguros de las Californias.

The purpose of the project is to create a synergy between the insurance institution to be set up and the Excel Medical Center, a hospital belonging to the Excel Group, where the Excel Medical Center, through its medical network, will provide medical services to the insurance institution's policyholders.

The synergy between the insurance institution and the Excel Medical Center will have unique advantages and benefits for all parties, especially for the insured.

The firm successfully advised a Apollocom, Química Apollo, Amadeus IT Group, and Soluções de Visão Por Computador

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The firm successfully advised a Apollocom, Química Apollo, Amadeus IT Group, and Soluções de Visão Por Computador through the public bidding process, granting and execution of a public procurement agreement for the Acquisition, Supply, Installation, Commissioning and Operational Start-up of Aviation Security, Airport Management, Passenger Processing, Telecommunications Infrastructure, Cybersecurity and Passenger Support Systems for the Airport City (AIFA) entered into with the Ministry of National Defense (Secretaría de Defensa Nacional), acting through the General Department of Engineers, Engineer Group “Felipe Ángeles”, for a total amount of USD\$40,000,000.

The firm advised Vinci Airports

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The firm advised Vinci Airports on the acquisition Fintech an indirect equity interest of 29.99% of Grupo Aeroportuario del Centro Norte (OMA), a Mexican concessionaire of airports publicly listed in Mexico with ADSs in the NYSE. The purchase price was US\$1.17 billion, which was paid with a combination of equity and debt provided by Scotiabank, Inbursa and HSBC. As a result of this acquisition, Vinci Airports became the largest shareholder in OMA.

The firm advised HSBC Mexico

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The firm advised HSBC Mexico in the acquisition of Kavak's originated car loan portfolio for up to MXN\$14.3 billion.

The firm advised Inmobiliaria Masach

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The firm advised Inmobiliaria Masach for the purchase of Constructora Paseo de los Cocoteros, the entity that owns the Dreams Villamagna Hotel of Nuevo Vallarta, Nayarit, and the marketing rights to said hotel through the negotiation and execution of a partnership equity purchase agreement and a marketing rights purchase agreement.

The firm advised Microsoft Corporation on the acquisition of

Xandr

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The firm advised Microsoft Corporation on the acquisition of Xandr, the U.S. advertising and analytics division of AT&T, whose Mexican subsidiary is AppNexus Latin America Advertising Technology Limited.